

Ref: APCL/SECTL/2022-23/47

September 16, 2022

The BSE Limited Phiroje Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 518091	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: APCL
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Dear Sir/Madam,

Sub: Proceedings and Voting Results of the 38th Annual General Meeting (“AGM”) of Anjani Portland Cement Limited (“the Company”) held on Friday, September 16, 2022

Ref: Regulation 30 and 44 read with Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations)

The 38th Annual General Meeting (“AGM”) of Anjani Portland Cement Limited (“the Company”) was held today, i.e. Friday, September 16, 2022 at 10:00 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”) to transact the business as stated in the Notice dated August 9, 2022 convening the 38th AGM.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM as required under Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended - **Annexure A**
2. Combined Voting results of the business transacted at the AGM as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended - **Annexure B**
3. Report of the Scrutinizer dated September 16, 2022, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended - **Annexure C**

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)



The voting results along with the Scrutinizer's Report shall be made available on the Company's website at www.anjanicement.com.

The AGM concluded at 10:50 a.m. (IST)

The above is for your information and record.

Thanking you,

Yours faithfully,

For **Anjani Portland Cement Limited**

Subhanarayan Muduli
Company Secretary & Compliance Officer

Encl.: as above



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Annexure A

SUMMARY OF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING

The 38th Annual General Meeting ("AGM") of the Members of Anjani Portland Cement Limited ('the Company') was held on Friday, September 16, 2022 at 10.00 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

At the outset, Company Secretary welcomed all the Members to the Meeting and briefed them on details relating to their participation at the Meeting through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Mrs. V. Valliammai, Chairperson of the Board, chaired the Meeting. The Chairperson welcomed the Members to the Meeting and on requisite quorum being present, called the Meeting to order.

Thereafter, Company Secretary welcomed all the Directors of the Company present at the meeting through VC from their respective locations. Further, it was informed that Mr. C. Kameshwar Rao, Partner of M/s. Ramanatham & Rao, Chartered Accountants, Statutory Auditors and Mr. D. Hanumanta Raju, Partner of M/s. D. Hanumanta Raju & Co, Secretarial Auditors and Scrutinizers for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

Company Secretary informed that the Company had fixed September 9, 2022 as the cut-off date for determining the eligibility to vote by electronic means in the AGM. Further, it was informed that in terms of the applicable provisions of the Companies Act, 2013 and Rules made thereunder, MCA circulars and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Members of the Company were provided the facility of remote e-voting. The remote e-voting period commenced at 9:00 a.m. (IST) on Tuesday, September 13, 2022 and ended at 5:00 p.m. (IST) on Thursday, September 15, 2022. Further, the facility to vote on resolutions through e-voting system at the AGM was made available to the Members who participated at the AGM and had not cast their votes through remote e-voting.

Company Secretary informed that since there was no physical attendance of Members, the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Chairperson then made her opening remarks and briefed the Members with respect to the macro-economic environment and the Company's performance during the FY 2021-22.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2022 were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditors and Secretarial Auditors of the Company.

The following items of business as set out in the Notice of the AGM dated August 9, 2022, were transacted through remote e-voting and e-voting (Insta poll) at the AGM.

Item No.	Business	Resolutions Required (Ordinary / Special)
Ordinary Business		
1	To receive, consider and adopt: a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon; and b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors thereon.	Ordinary
2	To declare dividend for the financial year 2021-22.	Ordinary
3	To appoint a Director in place of Mr. N. Venkat Raju (DIN: 08672963) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary

Special Business		
4	Re-appointment of Mrs. V. Valliammai (DIN: 01197421) as an Independent Director of the Company.	Special
5	Ratification of Remuneration of Cost Auditors for the financial year ending March 31, 2023.	Ordinary

Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairperson appropriately responded to the questions raised by them.

Post the question-and-answer session, the Chairperson authorized M/s. D. Hanumanta Raju & Co., Company Secretaries, scrutinizer for the remote e-voting process and e-voting at the AGM (insta poll) to scrutinize all the votes received and submit their report on the same. It was informed that the result would be hosted on website of the Company, Registrar & Share Transfer Agent (RTA) i.e. KFin Technologies Limited and Stock Exchanges within the scheduled time.

The Chairperson then thanked the Members for their continued support and for attending and participating in the Meeting. She also thanked the Directors for joining the Meeting virtually.

The AGM commenced at 10:00 a.m. (IST) and concluded at 10:50 a.m. (IST)

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

Post the conclusion of the remote e-voting, the Scrutinizers' report was received.

All the Resolutions have been passed with requisite majority.

This should not be construed as the minutes of the proceedings of the AGM of the Company.

The above is for your information and record.

Thanking you,

Yours faithfully,

For **Anjani Portland Cement Limited**

Subhanarayan Muduli
Company Secretary & Compliance Officer

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd.
(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)



ANNEXURE B

38TH ANNUAL GENERAL MEETING VOTING RESULTS

Date of the Annual General Meeting	Friday, September 16, 2022
Total number of shareholders as on record date (September 9, 2022)	20913
No. of Shareholders present in meeting either in person or proxy	
Promoter & Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoter & Promoter Group	1
Public	62



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Resolution (1)								
Resolution Required (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Description of Resolution considered			<p>To receive, consider and adopt:</p> <p>a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon; and</p> <p>b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors thereon.</p>					
Category	Mode of voting	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	18964270	18964270	100	18964270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	18964270	18964270	100	18964270	0	100	0
Public – Institutions	E-Voting	89409	16773	18.7599	16773	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	89409	16773	18.7599	16773	0	100	0
Public – Non Institutions	E-Voting	6232017	11761	0.1887	11758	3	99.9745	0.0255
	Poll		101409	1.6272	101409	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	6232017	113170	1.8159	113167	3	99.9973	0.0027
Total		25285696	19094213	75.5139	19094210	3	100.00	0.0000

Resolution (2)								
Resolution Required (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Description of Resolution considered			To declare a dividend for the financial year 2021-22					
Category	Mode of voting	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	18964270	18964270	100	18964270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	18964270	18964270	100	18964270	0	100	0
Public – Institutions	E-Voting	89409	16773	18.7599	16773	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	89409	16773	18.7599	16773	0	100	0
Public – Non Institutions	E-Voting	6232017	11761	0.1887	11758	3	99.9745	0.0255
	Poll		101409	1.6272	101409	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	6232017	113170	1.8159	113167	3	99.9973	0.0027
Total		25285696	19094213	75.5139	19094210	3	100.0000	0.0000

Resolution (3)								
Resolution Required (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Description of Resolution considered			To appoint a Director in place of Mr. N. Venkat Raju (DIN: 08672963) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
Category	Mode of voting	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	18964270	18964270	100	18964270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	18964270	18964270	100	18964270	0	100	0
Public – Institutions	E-Voting	89409	16773	18.7599	16773	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	89409	16773	18.7599	16773	0	100	0
Public – Non Institutions	E-Voting	6232017	11761	0.1887	11748	13	99.8895	0.1105
	Poll		101409	1.6272	101409	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	6232017	113170	1.8159	113157	13	99.9885	0.0115
Total		25285696	19094213	75.5139	19094200	13	99.9999	0.0001

Resolution (4)								
Resolution Required (Ordinary / Special)			Special					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Description of Resolution considered			Re-appointment of Mrs. V. Vallimmai (DIN: 01197421) as an Independent Director of the Company					
Category	Mode of voting	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	18964270	18964270	100	18964270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	18964270	18964270	100	18964270	0	100	0
Public – Institutions	E-Voting	89409	16773	18.7599	16773	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	89409	16773	18.7599	16773	0	100	0
Public – Non Institutions	E-Voting	6232017	11761	0.1887	11492	269	97.7128	2.2872
	Poll		101409	1.6272	101409	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	6232017	113170	1.8159	112901	269	99.7623	0.2377
Total		25285696	19094213	75.5139	19093944	269	99.9986	0.0014

Resolution (5)								
Resolution Required (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda / resolution?			No					
Description of Resolution considered			Ratification of Remuneration of Cost Auditors					
Category	Mode of voting	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	18964270	18964270	100	18964270	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	18964270	18964270	100	18964270	0	100	0
Public – Institutions	E-Voting	89409	16773	18.7599	16773	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	89409	16773	18.7599	16773	0	100	0
Public – Non Institutions	E-Voting	6232017	11761	0.1887	11758	3	99.9745	0.0255
	Poll		101409	1.6272	101409	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	6232017	113170	1.8159	113167	3	99.9973	0.0027
Total		25285696	19094213	75.5139	19094210	3	100.0000	0.0000

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Since
1990

D. DATLA HANUMANTA RAJU

B.COM., LL.B., PGDT, M.B.A., FCS

PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

The Chairperson of 38th Annual General Meeting ("AGM") of the members of Anjani Portland Cement Limited ("the Company") held on Friday, September 16, 2022 at 10.00 a.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Madam,

I, Datla Hanumantha Raju, Partner, M/s D. Hanumanta Raju & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Anjani Portland Cement Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 38th Annual General Meeting ("AGM") of Anjani Portland Cement Limited on Friday, September 16, 2022 at 10.00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility. I was also appointed as the Scrutinizer to scrutinize the e-voting process during the said AGM.

The Company has confirmed that the notice dated August 9, 2022 in respect of the below mentioned resolutions was sent to the shareholders of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022 (collectively referred to as "MCA Circulars") and Securities And Exchange Board Of India ("SEBI") vide its Circulars Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively referred to as "SEBI Circulars").

The Company had availed the e-voting facility offered by KFin Technologies Limited ("Kfintech") (formerly known as KFin Technologies Private Limited) for conducting remote e-voting by the Shareholders of the Company.

V.V



The voting period for remote e-voting commenced at 9.00 A.M on Tuesday, September 13, 2022 and ended at 5.00 P.M on Thursday, September 15, 2022 and the Kfintech e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not casted their votes earlier.

The shareholders of the Company holding shares as on the "cut-off" date i.e., Friday, September 9, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein. After the conclusion of AGM at 10.50 A.M, the e-voting remained open for next 15 minutes. After that, the remote e-voting facility provided for AGM and e-voting at AGM was unblocked and the combined report has been generated based on the data downloaded from the KFinTech e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 38th Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the 38th AGM notice, based on the reports generated from e-voting system provided by KFin Technologies Limited (Kfintech), the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions.

Item No. 1:-

Ordinary resolution to receive, consider and adopt:

a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon; and

b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors thereon.



(i) Voted In favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
114	19094210	100

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	3	0

(iii) Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
1	5

Item No.2:-

Ordinary Resolution to declare dividend for the financial year 2021-22.

(i) Voted In favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
114	19094210	100

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	3	0

(iii) Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
1	5



Item No.3:-

Ordinary Resolution to appoint a Director in place of Mr. N. Venkat Raju (DIN: 08672963) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re- appointment.

(i) Voted In favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
113	19094200	99.9999

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
4	13	0.0001

(iii) Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
1	5

Item No.4:-

Special Resolution for the re-appointment of Mrs. V. Valliammai (DIN: 01197421) as an Independent Director of the Company:

(i) Voted In favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
111	19093944	99.9986

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
6	269	0.0014



(iii) Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
1	5

Item No.5:-

Ordinary Resolution for the ratification of Remuneration of Cost Auditors:

(i) Voted In favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
114	19094210	100

(ii) Voted Against the resolution:

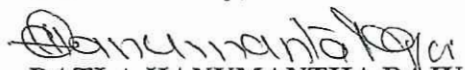
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	3	0

(iii) Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
1	5

The e-votes confirmation register relating to remote e-voting and e-voting at AGM will be handed over for safe custody to Mr. Subhanarayan Muduli, Company Secretary, who has been authorised by the Board of the Company to complete the necessary formalities in this regard.

Thanking You,
Yours faithfully,


DATLA HANUMANTHA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044D000983748
PR NO. 699/2020



PLACE: HYDERABAD
DATE : 16.09.2022

